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– and –

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Attorneys for General Motors Corporation

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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<b>In re</b>	:
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	:
<b>DELPHI CORPORATION, <u>et al.</u>,</b>	:
	:
<b>Debtors.</b>	:
	:
	:
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**Chapter 11 Case No.**  
**05-44481 (RDD)**  
**(Jointly Administered)**

**NOTICE OF WITHDRAWAL OF MOTION FOR  
ORDER DIRECTING APPOINTMENT OF GENERAL MOTORS  
CORPORATION TO STATUTORY CREDITORS' COMMITTEE**

TO THE HONORABLE ROBERT D. DRAIN  
UNITED STATES BANKRUPTCY JUDGE:

General Motors Corporation (“General Motors”), by and through its undersigned counsel, hereby withdraws its motion (the “Motion”) for entry of an order directing the Office of the United States Trustee to appoint General Motors to the Delphi Official Committee of Unsecured Creditors (the “Committee”), which was filed in the above-captioned cases (the “Cases”) on

February 17, 2006 (Docket No. 2443), and states:

General Motors filed the Motion because it believed and continues to believe its appointment to the Committee would be constructive and facilitate the negotiations towards a consensual resolution of the Cases. Unfortunately, it is clear from the responses to the Motion filed by the Committee and other parties that General Motors is viewed as an adversary. General Motors disagrees with that characterization, but the fact that others hold such a view means that its membership on the Committee might be counterproductive, even if its appointment to the Committee were ordered by the Court. Therefore, General Motors hereby withdraws the Motion.

Dated: March 8, 2006  
New York, New York

/s/ Michael P. Kessler  
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